FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00035821-A **Type of Permit:** FILMING **Release Date:** 01/24/2011

Production Company SERIAL PICTURES LLC

Insured Company Name SERIAL PICTURES LLC
Contact Phone No. 1 310-558-3667
Contact Phone No. 2
Fax
Address 3532 HAYDEN AVE
CULVER CITY, California 90232

Production Title JC PENNEY

Type of Production Commercial - Standard

Producer DAWN IACINO

Director JONAS AKERLUND

1st AD ERIC TOPP

Production Manager DANIEL STAFFORD

FilmL.A. Coordinator Hans Groszkruger

Location Manager BRUCE BOEHNER
Primary Phone Mobile - 213-925-5379
Secondary Phone

Location Assistant n/a n/a
Primary Phone Mobile - n/a
Secondary Phone

Fees

Posting 300	$138.00
Posting 900	$828.00
Notification Charge	$615.00
LA CITY LANE AND STREET CLOSURE FEE	$312.00
LA CITY DEPT OF REC AND PARKS - FILM USE FEE	$450.00
LA CITY DEPT OF REC AND PARKS PARK MONITOR FEE	$1,482.00
FILMLA FILM PERMIT RIDER FEE	$100.00
LA CITY FIRE SAFETY OFFICER	$1,024.00
LA CITY DEPT OF REC AND PARKS SPECIAL FACILITY ADMINISTRATION FEE	$150.00
LA CITY DEPT OF REC AND PARKS PREP-STRIKE	$150.00

Total Permit Fee $5,249.00

Number of Locations 5

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Summary Information — Location

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

Location Address	2230 W 6th St, Los Angeles, CA, 90057
Location Name	MACARTHUR PARK
Location Type	Park
Prep Dates	1/25/2011 - 1/25/2011 07:00 - 19:00
Film Dates	1/26/2011 - 1/26/2011 07:00 - 22:00
Open or Closed to the Public	Open
Generic Conditions	Must comply with attached Rec & Park Conditions Must Maintain 5' Clearance on Sidewalks/Walkways Must maintain local/emergency access No interference with vehicular or pedestrian traffic
Please see attached documents	Serial Pict CFO Diane Janeke823.pdf Microsoft Word - MacArthur Park 2 3 2010.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Cast/Crew vehicles	40
Cube Trucks	3
Generator	1
Motor Homes	2
Stakebed Trucks	1
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Spot Check	1

Filming Activities	Exterior Dialogue;		
Jurisdiction	**Political:** Los Angeles City - Council District 01	**Police:** Los Angeles Police Department	**Fire:** Los Angeles City
Thomas Guide	**Page:** 634	**Grid:** C3	
Location Notes	PRODUCTION COMPANY MUST CONTACT THE REC AND PARK FILM OFFICE DIRECTLY IN ORDER TO MAKE A RESERVATION MAY NOT INTERFERE WITH SUMMER CONCERT SERIES OR SPECIAL EVENTS		
Approvals	LOS ANGELES CITY DEPARTMENT OF REC & PARKS - FILM OFFICE LOS ANGELES POLICE DEPARTMENT		Clarisse Ribeiro Mark Buck
Coordinator Note	TRUCKS DOUBLE PARKED ON WEST SIDE OF PARK VIEW		
Coordinator Note	CATERING IN MACARTHUR PARK		
Coordinator Note	1 park monitor is required for prep and strike		

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Summary Information — Location

Location 1 of 5

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

Coordinator Note RIDER "A" RELEASES LOCATION

Parking

Base Camp
Location Type : Location

Crew Parking
Location Type : Location

Posting "No Parking" signs W/S PARK VIEW ST., WILSHIRE BL. - SOUTH 150'
7AM - 10PM

Approximate Footage 0 - 300 **Log Number** 10010

Date(s) 1/25/2011 to 1/25/2011 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs E/S PARK VIEW ST., WILSHIRE BL. - 7TH ST.
W/S PARK VIEW ST., WILSHIRE BL. - SOUTH 150'
7AM-10PM

Approximate Footage 601 - 900 **Log Number** 10011

Date(s) 1/26/2011 to 1/26/2011 **Time(s)** 07:00 to 22:00

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Summary Information — Location

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

Location Address 2404 Wilshire Blvd, Los Angeles, CA, 90057

Location Type Office Building

Film Dates 1/27/2011 - 1/27/2011 07:00 - 22:00

Open or Closed to the Public Closed

Generic Conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
No interference with vehicular or pedestrian traffic

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Cast/Crew vehicles	40
Cube Trucks	3
Generator	1
Motor Homes	2
Stakebed Trucks	1
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
LA City UFSO assigned	26772

Filming Activities Interior Dialogue; FILMING ON 4TH & 7TH FLOORS ONLY;

Jurisdiction **Political:** Los Angeles City - Council District 01 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

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Approvals LOS ANGELES CITY FIRE DEPARTMENT - FILM UNIT — Veronica Jaimez
LOS ANGELES POLICE DEPARTMENT — Mark Buck

Coordinator Note RIDER "A" RELEASES LOCATION

Parking
Base Camp
Location Type : Location
Crew Parking
Location Type : Location

Posting "No Parking" signs E/S PARK VIEW ST., WILSHIRE BL. - 7TH ST.
W/S PARK VIEW ST., WILSHIRE BL. - SOUTH 150'
7AM-10PM

Approximate Footage 601 - 900 **Log Number** 10012

Date(s) 1/27/2011 to 1/27/2011 **Time(s)** 07:00 to 22:00

Posting "No Parking" signs w/s park view, wilshire bl south 250'

Approximate Footage 0 - 300 **Log Number** 10286

Date(s) 1/27/2011 to 1/27/2011 **Time(s)** 07:00 to 22:00

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Summary Information — Location

Permit Number F00035821-A
Production Company SERIAL PICTURES LLC
Insured Company SERIAL PICTURES LLC
Production Title JC PENNEY

Location Manager BRUCE BOEHNER
Primary Phone Mobile - 213-925-5379
Secondary Phone

Location Address 532 S Olive St, Los Angeles, CA, 90013

Location Name PERSHING SQUARE

Location Type Park

Location Description LOS ANGELES CITY REC AND PARK (SPECIAL FACILITY) / PERSHING SQUARE

Film Dates 1/25/2011 - 1/25/2011 07:00 - 19:00

Open or Closed to the Public Closed

Generic Conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
No interference with vehicular or pedestrian traffic

Please see attached documents
Hill btw 5th & 200' S of 6th WS curb SERIAL PIC.pdf
Microsoft Word - Pershing Square 2 3 2010.pdf
Downtown Filming Guildelines 2010.03.01.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Cast/Crew vehicles	40
Cube Trucks	3
Generator	1
Motor Homes	2
Stakebed Trucks	1
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	1
Spot Check	1

Filming Activities Equipment on sidewalk, in curb lane & across street; Exterior Dialogue;

Jurisdiction **Political:** Los Angeles City - Council District 14 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Thomas Guide **Page:** 634 **Grid:** F4

Location Notes REVIEW ACTIVITY WITH LAFD. A UFSO MAY BE REQUIRED DEPENDING ON THE ACTIVITY PER CPT. FOLKS 6/3/2010 - JOSH M.

Approvals

FILMLA. CLOSURES	Joshua Mingo
LOS ANGELES CITY DEPARTMENT OF PUBLIC WORKS	Janice Takimoto
LOS ANGELES CITY DEPARTMENT OF REC & PARKS - FILM OFFICE	Clarisse Ribeiro
LOS ANGELES POLICE DEPARTMENT	Mark Buck

Coordinator Note 1 park monitor is required

Coordinator Note RIDER "A" RELEASES LOCATION

Parking **Base Camp** **Crew Parking**

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Summary Information — Location

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

	Location Type : Location		Location Type : Location
Posting "No Parking" signs	W/S HILL ST, 6TH ST SOUTH 200' W/S HILL ST 5TH ST-6TH ST		
Approximate Footage	601 - 900	**Log Number**	10146
Date(s)	1/25/2011 to 1/25/2011	**Time(s)**	07:00 to 22:00
Lane / Full Closure	W/S CURB LANE HILL ST, 5TH ST-200' SOUTH OF 6TH ST		
Approximate Footage	0 - 300		
Date(s)	1/25/2011 to 1/25/2011	**Time(s)**	07:00 to 17:00

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Summary Information — Location

Location 4 of 5

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

Location Address	W 6th St & S Hill St, Los Angeles, CA, 90014
Location Type	Intersection
Film Dates	1/25/2011 - 1/25/2011 07:00 - 17:00
Open or Closed to the Public	Closed
Generic Conditions	Must Maintain 5' Clearance on Sidewalks/Walkways Must maintain local/emergency access No Cast and Crew parking on areas streets. No interference with vehicular or pedestrian traffic
Please see attached document	Downtown Filming Guildelines 2010.03.01.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Cast/Crew vehicles	40
Cube Trucks	3
Generator	1
Motor Homes	2
Stakebed Trucks	1
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45

Filming Activities	Equipment on sidewalk, in curb lane & across street; Exterior Dialogue;		
Jurisdiction	**Political:** Los Angeles City - Council District 14	**Police:** Los Angeles Police Department	**Fire:** Los Angeles City
Thomas Guide	**Page:** 634	**Grid:** F4	
Approvals	LOS ANGELES POLICE DEPARTMENT		Mark Buck
Coordinator Note	RIDER "A" RELEASES LOCATION		

Parking

Base Camp
Location Type : Location

Crew Parking
Location Type : Location

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Summary Information — Location

Location 5 of 5

Permit Number	F00035821-A	**Location Manager**	BRUCE BOEHNER
Production Company	SERIAL PICTURES LLC	Primary Phone	Mobile - 213-925-5379
Insured Company	SERIAL PICTURES LLC	Secondary Phone	
Production Title	JC PENNEY		

Location Address 2511 W 7th St, Los Angeles, CA, 90057

Location Type Office Building

Film Dates 1/27/2011 - 1/27/2011 07:00 - 22:00

Open or Closed to the Public Open

Generic Conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
No interference with vehicular or pedestrian traffic

Equipment on Location

Type	Quantity
5 or 10 ton trucks	4
Cast/Crew vehicles	40
Cube Trucks	3
Generator	1
Motor Homes	2
Stakebed Trucks	1
Vans	2

Personnel on Location

Type	Quantity
Cast	10
Crew	45
Off-Duty/Retired LAPD Officer(s)	1

Filming Activities Equipment on sidewalk, in curb lane & across street; Exterior Dialogue;

Jurisdiction **Political:** Los Angeles City - Council District 04 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

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Approvals LOS ANGELES POLICE DEPARTMENT Gabriel Martinez

Coordinator Note EXTERIOR ACTIVITY ONLY. EXITS MAY NOT BE BLOCKED

Coordinator Note RIDER "A" RELEASES LOCATION

Parking
Base Camp
Location Type : Location

Crew Parking
Location Type : Location

Posting "No Parking" signs N/S 7TH ST, CARONDELET-CORONADO
S/S 7TH ST, CORONADO EAST 100'

Approximate Footage 601 - 900 **Log Number** 10286

Date(s) 1/27/2011 to 1/27/2011 **Time(s)** 07:00 to 22:00

NOT A PERMIT

Permit #F00035821-A

Appointment of Film Permits Unlimited, Inc.
As Authorized Agent and representative

I certify that I am a representative of Serial Pictures LLC. ("Principal") a division of Anonymous Content and am authorized to enter into binding contractual agreements on it's behalf. I further certify that I am authorizes by Principal to appoint other representatives and agents for Principal and to give such representatives and agents authority to enter into and bind Principal to agreements relating to the issuance of and compliance with location film (e.g. theatrical, television, commercial and other motion picture filming) and still photographic permits, including the permits themselves and any riders to such permits. Acting on behalf of Principal in my capacity as its authorized representative, I appoint Film Permits Unlimited, Inc. and it's employees and agents ("FPU") as Principal's authorized representatives and agents to apply for location film (e.g. theatrical, television, commercial and other motion picture filming) and still photographic permits on behalf of Principal through Film LA, Inc., any city and county, or through any other jurisdiction: to negotiate, discuss, accept, modify, agree to and bind Principal to the terms and conditions of such permits (including all restrictions and /or community guidelines applicable to any such permit): and to execute such permits on behalf of Principal. Principal understands, acknowledges and agrees that it (and/or its insurer) remains responsible and liable for all obligations imposed by or Incidental to any permit or rider issued to Principal signed by an employee or agent of (including any coordinator, runner or messenger used by) FPU. Principal further agrees to comply with the terms and conditions of any such permits and hereby appoints FPU as an authorized representative to facilitate compliance with such terms and conditions following issuance of any such permits and to enter into agreements for Principal with respect thereto. Any person, agency, entity, or organization (including Film LA, Inc. and any city county or other jurisdiction) may rely upon this appointment and need not obtain further authorization for any act described herein. An original or faxed copy of this appointment shall be sufficient, and may be treated as an original for all purposes. The appointment may be revoked by Principal at any time in writing, but in any case, shall expire one (1) year from the date of execution set forth below.

I declare under penalty of perjury under the laws of the State of California that I am authorized to appoint FPU as agent for Principal, and based upon that authority I hereby appoint FPU as Principal's agent as set forth herein.

Dated: 5/26/2010

Steve Golin Serial Pictures
Name of Principal

By: _____
Representative's Signature

Diane Janicki
Print Representative's Name

CFO
Representative's title

3532 Hayden Ave
Culver City, 90230
Principal's Address

310. 558-6000
Principal's Telephone

Film Permits Unlimited, Inc.
Phone (818) 347-9929
Fax (818) 347-9784

Please sign and fax back
Principal = Name of Company

NO PERMIT

PARK FILM OFFICE
City of Los Angeles, Department of Recreation and Parks
4730 Crystal Springs Drive, (Mail Stop 664)
Los Angeles, California 90027
Telephone: (323) 644-6220 Fax: (213) 847-6056

Film Production Guidelines

Failure to comply with these conditions will be in violation of your film permit and may result in revocation of permit.

Welcome to the City of Los Angeles, Department of Recreation and Parks (Department). In our partnership to protect the environmental integrity of our parks the Park Film Office is providing guidelines to ensure a safe and successful film shoot. Please review and provide copies of these guidelines to the appropriate responsible persons. Thank you for the continuous use of our parkland.

- ***OK TO HOOK UP TO USE PARK WATER TO PRESSURE WASH THE SIDWALK AND SOME OF THE GRASS. COMPANY WILL BE INVOICED $75.00 FOR ONE DAY USE OF PARK WATER AFTER THE FACT.***
- ***OK TO MOW PART OF THE GRASS TO BEAUTIFIY THE AREA.***
- ***MUST NOT BLOCK ENTRANCE TO THE PARK IN THE CORNER OF PARKVIEW AND 6TH.***
- ***OK TO DRIVE A 60 FOOT CONDOR ON THE CONCRETE PATH FROM PARK VIEW TO THE TUNNEL. OK TO PARK CONDOR ON THE SOUTH EAST SIDE OF THE TUNNEL. CONDOR MUST NOT BLOCK THE PATHWAY.***
- MUST NOT to block off the entrance area of Park Street and 6th Street.
- MUST work around park patrons and park activities.
- Not allowed to block off any area of the park.
- Vehicles are not allowed in parking lot, side streets only.
- Must not interfere with any Rec Center activities, summer camp or sports practices or games.
- Okay to have 2 minute ITC when cameras are rolling.
- Any heavy equipment needs to be rolled on plywood.
- No staking of tents into ground.
- No driving on the lawn areas and over the irrigation systems.
- Vehicles and/or heavy equipment are not allowed on turf areas unless prior approval is given by the Park Film Office.

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- Production companies must provide their own restroom and trash receptacles. The City dumpsters and trash cans cannot be used so all self-generated trash has to be removed and disposed of off-site.
- Film permits do not provide exclusive use of a park or recreation area.
- Service roads, parking lot driveway access, handicap or electric vehicle designated parking stalls may not be blocked or restricted. Emergency vehicle access lanes must be maintained in parking lots and park streets at all times.
- A 20 Foot unobstructed lane must be maintained between parked vehicles/trailers in all parking lots and Recreation and Parks roadways for emergency vehicle access.
- Due to underground plastic irrigation lines and trees having shallow root systems, staking or drilling into turf, rocks, trees or asphalted areas is not permissible unless prior approval is given by the Park Film Office. This approval will be noted in the permitted guidelines.
- Locked park gates can only be accessed by a Park Film Office Monitor. Security of open gates must be provided by the permitted company. Any equipment that is permitted to stay overnight must be guarded by the permitted company's security group.
- Alterations to natural or manmade surroundings or content of the park are not permissible unless documented in these specific guidelines. The permit holder is financially responsible for all remediation should there be any damage or unauthorized alteration to Department property. The remediation and cost of will be determined by the Park Film Office.
- A Park Film Office Monitor(s) may be assigned to the permitted location. Their job is to ensure guidelines are followed, liaison between park patrons, other City employees and a communication link between Permitee and the Park Film Office for any additional needs or authorizations. When the Park Film Office is closed the Park Film Monitor has the authority and responsibility to modify these guidelines within the parameters given to them by their supervisor. The Park Film Monitor has access 24/7 to contact their supervisors if needed. The Permitee will be required to adhere to the instructions, restrictions and requests given by the Park Film Monitor.
- Smoking is prohibited on all Department properties. An exception has been made for permitted film production companies to smoke in areas that are designated by the Fire Safety Officer or Park Film Monitor. If a Fire Safety Officer or Park Film Monitor is not assigned to the Permitee there will be no smoking with the exception of an actor smoking while performing or as part of the scene.
- A designated smoking area may not be near any patron activity or facility. Large buckets of sand or water must be placed in this area

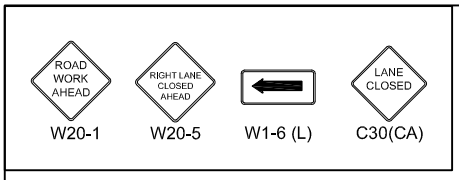
NOT A PERMIT

for disposal of tobacco or tobacco related products. The designated smoking area may be revoked or not allowed depending on weather and location conditions. Failure to comply with the smoking restrictions may result in a fine.

F-35821-A
SERIAL PICTURES LLC
'JC Penny'
(MACARTHUR PARK)

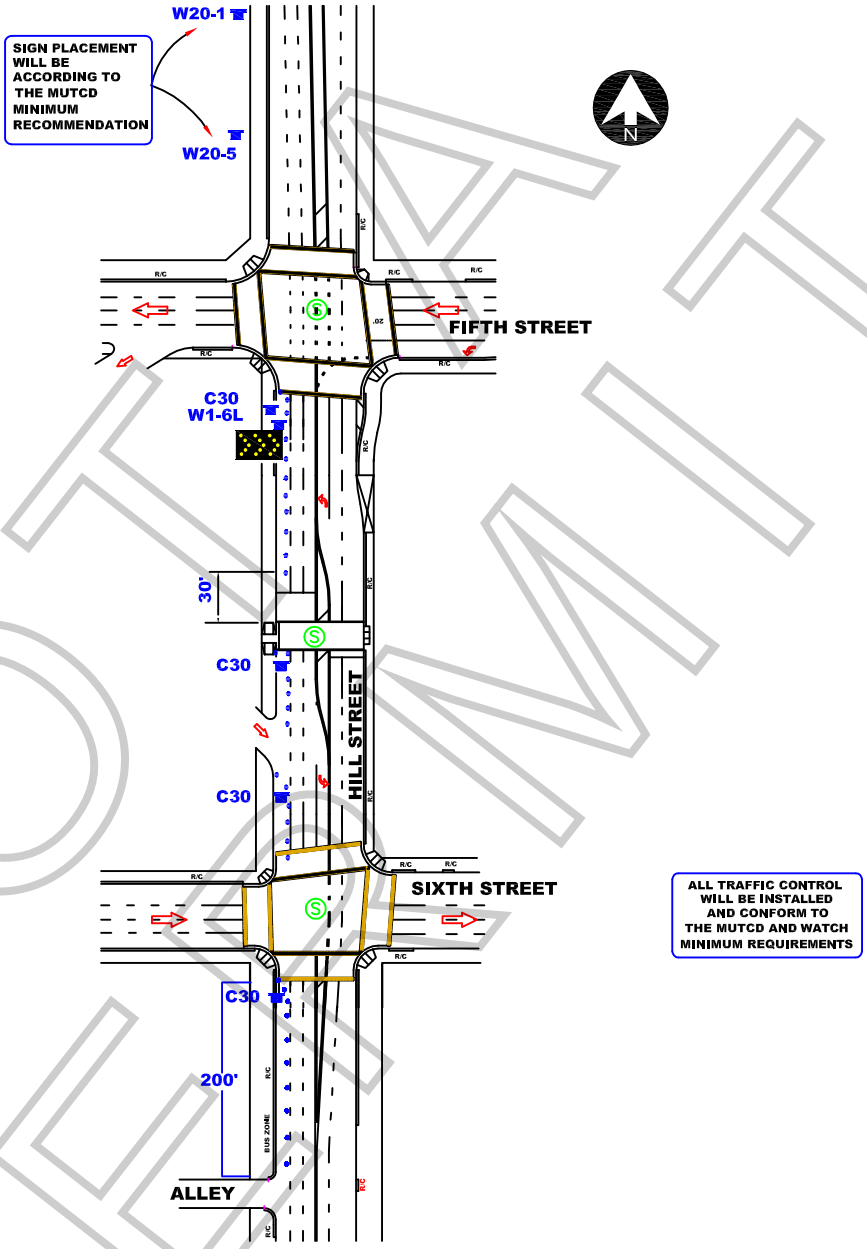
NOT A PERMIT

Permit #F00035821-A



TRAFFIC CONTROL FOR:
SERIAL PIC
"JC PENNEY"

FILM L.A.:
HANS GROSZKRUGER



NOT A PERMIT

WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. DATE/TIME: 01-25-11 FROM 07:00 HOURS TO 17:00 HOURS.
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRICADE COMPANY.
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775
Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ

PROJECT LOCATION:
HILL ST
FROM 5TH TO 200' SOUTH OF 6TH ST
CITY OF LOS ANGELES, CA

LOCATION CONTACT:
JOHN WHEELER
OFFICE # 818.347.9929

REV#	DATE	REVISION DESCRIPTION

PARK FILM OFFICE
City of Los Angeles, Department of Recreation and Parks
4730 Crystal Springs Drive, (Mail Stop 664)
Los Angeles, California 90027
Telephone: (323) 644-6220 Fax: (213) 847-6056

Film Production Guidelines
PERSHING SQUARE

Failure to comply with these conditions will be in violation of your film permit and may result in revocation of permit.

Welcome to the City of Los Angeles, Department of Recreation and Parks (Department). In our partnership to protect the environmental integrity of our parks the Park Film Office is providing guidelines to ensure a safe and successful film shoot. Please review and provide copies of these guidelines to the appropriate responsible persons. Thank you for the continuous use of our parkland.

- NO physical alterations to the Square, such as painting, attaching things to Park surfaces or banners. NO removal of any items, such as fixtures, furniture or plant materials.
- NO filming during special events.
- MUST hand carry or hand truck all equipment into the Square over protective barriers, such as rubber mats, carpeting or plywood. Equipment MUST NOT exceed 150 lbs per square foot. Equipment weighing up to 2,500 lbs (per item) may be brought into the square in this fashion. MAY NOT drag equipment through the Square.
- NO vehicles (including roller skates/roller blades, skateboards, bicycles) allowed on the Square, unless otherwise approved by the Park Film Office.
- NO persons or equipment is allowed under the fountain or in the fountain area. NO EXCEPTIONS.
- MUST remove all self-generated trash. Use of City dumpsters or trashcans is prohibited. You may bring in 30-gallon plastic/rubber trash cans as long as they are hand carried or rolled in over rubber mats.
- MUST work around Square activities. NO exclusive use of the Square.
- MAY NOT block driveways or service roads.
- MUST provide own overnight security as determined by the Park Film Office.
- NO staking or drilling into turf, rocks, trees, or asphalted areas unless otherwise approved by the Park Film Office.

NOT A PERMIT

- Must restore any damages to original or better conditions.
- MUST provide own restroom facilities.
- Must adhere to monitors instructions and/or Pershing Square Staff.
- Condors and cranes are not allowed on the Square.
- No catering set up allowed at Pershing Square.
- NO hoofed animals allowed.
- No vehicles (including roller skates, roller blades, skateboards, bicycles) are allowed on the Square.
- No one, under any circumstances, is allowed under the fountain or in the fountain area.
- Fountain to be controlled by pump crew only. No exceptions.
- Company to leave Pershing Square in a clean and undamaged condition.
- The Department of Recreation and Parks is not responsible for accidents, injury or loss of property.
- Smoking is only allowed in designated areas specified by a Park Film Monitor or Fire Marshall.
- If no monitor or Fire Marshall is assigned; there will be no smoking with the exception of an actor smoking while performing or a part of the scene.
- The designated smoking area may not be near any patron activity or facility. Large sand or water filled buckets must be placed in this area for disposal of tobacco products.
- The designated area may be revoked or not allowed at all depending on weather and location conditions.
- Failure to comply with these smoking guidelines may result in a fine.
- Emergency Lanes must remain open and clear at all times.
- Company to provide private security to guard Company equipment, set or other Company materials and belongings.
- Nothing may be removed from or attached to facility.
- Entrances and exits may not be blocked or obstructed.
- Permit is granted on a non-exclusive use basis.
- Company is responsible for understanding and abiding by all rules, regulations and terms of permit.
- Company may not enter property to begin filming or related work before times and dates listed on permit with the exception of company security assigned to protect company equipment left on site.
- Company must be cleaned up and all equipment off property by the end time and date listed on permit.
- Permit approved based on company representation that various areas of southern portion of Pershing Square will be used over the course of the permit, according to the areas marked on the map.

NO PERMIT

- Company not permitted to occupy entire park area at one time.
- At no time will the public be excluded from the Square or park user traffic or use be hindered, with the approved exception of areas specific to filming activity and brief periods of time during which cameras are actively engaged in filming.
- No food service/craft services/catering/etc, permitted on park premises with the exception of one cooler with water for the company staff only.
- Food used for set in café set area for filming purposes only is permitted.
- Company must base camp off site.
- Film monitors do not have authority to change terms of permit.

F-35821-A
SERIAL PICTURES LLC
'JC Penny'
(PERSHING SQUARE)

NOT A PERMIT

SPECIAL CONDITIONS FOR LOCATION FILMING IN DOWNTOWN LOS ANGELES
(Standard Filming Requirements continue to apply where not superseded below)

1. DEFINITION OF TERMS

a. Downtown Los Angeles, for the purposes of these conditions, shall be defined as the area North to South from the 101 Freeway to the 10 Freeway; East to West from the Los Angeles River to the 110 Freeway.

b. The Downtown Los Angeles Neighborhood Council boundaries (**DLANC boundaries**), for the purpose of these conditions, shall be defined as bordered on the North and East at the 101 Freeway from the 110 Freeway east to Los Angeles Street, south to 4th Street, east to Alameda Street, south to 7th Street, east to the Los Angeles River; on the South by the 10 Freeway from the 110 Freeway to the Los Angeles River; on the West by 110 Freeway from the 10 Freeway to the 101 Freeway. (This area is the same area as defined above as Downtown Los Angeles, but excludes the Little Tokyo and Arts District neighborhoods.)

c. Residential buildings shall be defined as any building with legal residential occupants (mixed-use, adaptive reuse, artist-in-residence (A.I.R.), SROs, residential hotels, condominiums and apartment buildings). DLANC will maintain an accurate and contemporary listing of all residential buildings showing a 100-foot radius from each building so as to identify any areas both inside and outside of that radius.

d. The Broadway Entertainment District (aka Broadway Theatre District), for the purposes of these Conditions, shall be defined north to south as Broadway from 3rd Street to Olympic Boulevard, and east to west from Frank Court to Lindley Place (aka St. Vincent Alley Court), or the equivalent mid-block point to either of these alleys where the alley is not present, including any theater loading facilities, defined as any public or private surface parking lot, parking garage, public street or curb area adjacent to, or utilized by, a theater. If, in the future, the City adopts an ordinance with regulations governing filming in this area, such regulations shall supersede these Filming Conditions.

e. The Old Bank District residential overlay, for the purposes of these Conditions, shall be defined as the area bound by South Spring St., West 5th St., West 4th St., and Werdin Pl.

2. FILMING STANDARD HOURS AND DAYS

a. Filming activity, or any production-related activity including but not limited to activities such as base camps, catering, generators, etc., within the **DLANC boundaries** is restricted to the hours of 6:00 a.m. to 11:00 p.m. within a 100-foot radius of any residential building. Filming activity in the **Broadway Entertainment District** is restricted to the hours of 6:00 a.m. to Midnight within a 50-foot radius of any residential building. **Old Bank District** is restricted to the hours of 7:00 a.m. to 10:00 p.m. within a 100-foot radius of any residential building**.** No extension of the standard filming hours for

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filming or any disruptive production-related activity shall be allowed until a signature survey has been properly submitted. Proof of signature surveys shall be made available to DLANC upon request.

b. No film permits may be issued along Main and Spring Streets from 2nd to 9th Streets, or on any block of 2nd through 9th Streets between Los Angeles and Spring during the Downtown Art Walk, currently held on the second Thursday of each month. Filming inside of private buildings or entirely on private property during this time is permitted so long as there are no external impacts.

c. No filming may be conducted in close proximity to major public events anywhere in Downtown Los Angeles as permitted by the LAPD, or identified with 30 days notice to the City's Designated Film Permit Contractor by DLANC. Film permits may be considered in light of major public events on a case-by-case basis so long as their issuance will not cause further disruption to Downtown businesses and residents during such events.

3. RESIDENTIAL AND MERCHANT PROTECTIONS IN THE DLANC BOUNDARIES

a. A film permit may include no more than 300 feet of curb lane per city block for the parking of film production vehicles, crew or equipment. Requests for additional amounts of curb lane shall require a signature survey. The **Broadway Entertainment District** is exempt from this restriction.

b. Production personnel (and equipment utilized by the production company) shall not block the sidewalk area in front of an open commercial business or a residential building, including residential patios, windows, doorways, or entryways, unless the production company has secured the permission of the merchant and/or property owner. Where the commercial business is one that is primarily open in the evening and nighttime hours, the production company, their cast and crew may not block the access to and signage of such establishment (as seen from the street), without permission of the merchant and/or property owner during the hours of operation of the business.

c. Customers, employees, residents, and guests of affected properties shall be allowed free ingress/egress to all buildings, merchants, and parking facilities. Arrangements shall be made to ensure access to deliveries, trash pickup, residential move-in/move-out, and vendor access to the properties/merchants during productions.

d. All commercial businesses must prominently post hours of operation and contact phone numbers, and residential buildings must have a designated contact person authorized to give permission. Special events held by commercial businesses, outside of normal business hours, must also be posted in advance, and production companies must provide full access and visibility during such events.

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4. NOISE, FUMES, AND LIGHTING WITHIN THE DLANC BOUNDARIES

a. Generators, portable toilets or toilet vehicles, and outdoor food preparation using charcoal or gas grills must be a minimum of 50 feet (horizontally) from any residential window or entrance. If it is physically impossible for a generator to be a minimum of 50 feet from residential windows or entrances, the generator shall be placed as far away as possible and vented away from residential windows and entrances. However, under no circumstances shall a generator be placed directly underneath a residential window.

b. Film productions must focus lighting on the filming area only and make every effort to shield the lighting from adjacent properties, pedestrians, and patrons of commercial businesses at all times. Exceptional lighting (e.g., Musco and Bebee lighting) outside of regular filming hours shall not be allowed without a signature survey of the affected merchants and/or property owners. **Signature survey shall be required for Exceptional lighting within the Old Bank District between the hours of 6:00 p.m. and 6:00 a.m.** Under no circumstances shall lighting be directed onto oncoming traffic.

c. Film production companies are required to completely remove all trash, food, and cardboard boxes, etc. from the general vicinity at the end of each filming day. Film production companies will be held responsible for the actions of catering companies they employ to provide food for the cast and crew.

5. SPECIAL REQUESTS AND EXCEPTIONS REVIEW AND NOTIFICATION WITHIN THE DLANC BOUNDARIES

a. Helicopters shall not be granted permits for landing at non-certified helipads before and after approved filming hours. All aerial filming productions must provide upon request a copy of an approved FAA Form 7711-2, or other official waiver, along with a copy of the briefing on the flight operations for all participating persons or property.

b. No film permit shall be construed as a waiver of 14 CFR § 91.119, 14 CFR § 91.515(a) or 14 CFR § 91.303(e), dictating federal flight altitude regulations, for purposes of non-participating persons or property (see attachment).

c. Notification beyond the standard 500-foot radius will be made to affected residents and merchants for high impact activity that is likely to cause interference with adjacent properties of people such as car chases, simulated gun fire, explosions, screams for help and other loud noises, helicopter activity, road closures or other such exceptional activities that might cause a police response to the filming location. High impact filming activity must be preceded by notifications at least two days in advance. The City's Designated Film Permit Contractor or the production company shall consult a designated DLANC representative when an applicant requests a permit for high impact filming activity with less than two days notice.

d. Due to the location of building air intake systems on Lower Grand Avenue, no special effects, including smoke, steam or fog, may occur in that area without first obtaining

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clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least 48 hours prior to the proposed effect(s).

6. FILMING-RELATED CONGESTION WITHIN THE DLANC BOUNDARIES

a. The City's Designated Film Permit Contractor will ensure that the impact from filming at recurrently used locations is minimized to the affected residents and businesses.

b. In rush hour restricted lanes, as designated by LADOT, no Intermittent Traffic Control (ITC) shall be permitted during Rush Hours (7:00 a.m. – 9:00 a.m. and 4:00 p.m. – 7:00 p.m., Monday through Friday). No simultaneous closures or ITC of both the Second and Third Street Tunnels will be permitted.

c. Production companies shall request the posting of "no parking" signs, lane or street closures with LADOT for the day(s) that they are "on site" only. When closures are not necessary for the day(s) requested, production companies shall report the changes to the City's Designated Film Permit Contractor, who shall notify LADOT, who must revise and/or remove parking signs, as necessary.

d. Production companies must provide adequate detour and directional signage when street closures are in place, conforming to current LADOT standards and practices. Detour routes must accommodate large, semi and tractor trailer trucks and public transit vehicles.

7. ENFORCEMENT OF CONDITIONS

a. In accordance with the terms of their work permit issued from LAPD, off-duty or retired police officers must, upon reporting to a work site, review and ensure compliance with conditions outlined on the filming permit. Officers shall ensure compliance with arrival and departure time, and shall not allow any activity or conduct that is in violation of local or state law, nor allow any filming condition that is not authorized by the permit. Variations from the requirements of the permit are not allowed unless approved by an authorized representative of the City's Designated Film Permit Contractor.

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(Note: The following are the most current federal flight altitude regulations as of November 2007. The regulations could change at any time.)

§ 91.119 Minimum safe altitudes: General.

Except when necessary for takeoff or landing, no person may operate an aircraft below the following altitudes:
(a) Anywhere. An altitude allowing, if a power unit fails, an emergency landing without undue hazard to persons or property on the surface.
(b) Over congested areas. Over any congested area of a city, town, or settlement, or over any open air assembly of persons, an altitude of 1,000 feet above the highest obstacle within a horizontal radius of 2,000 feet of the aircraft.
(c) Over other than congested areas. An altitude of 500 feet above the surface, except over open water or sparsely populated areas. In those cases, the aircraft may not be operated closer than 500 feet to any person, vessel, vehicle, or structure.
(d) Helicopters. Helicopters may be operated at less than the minimums prescribed in paragraph (b) or (c) of this section if the operation is conducted without hazard to persons or property on the surface. In addition, each person operating a helicopter shall comply with any routes or altitudes specifically prescribed for helicopters by the Administrator.

§ 91.515 Flight altitude rules.

(a) Notwithstanding §91.119, and except as provided in paragraph (b) of this section, no person may operate an airplane under VFR at less than—
(1) One thousand feet above the surface, or 1,000 feet from any mountain, hill, or other obstruction to flight, for day operations; and
(2) The altitudes prescribed in §91.177, for night operations.

§ 91.303 Aerobatic flight.

No person may operate an aircraft in aerobatic flight—
(a) Over any congested area of a city, town, or settlement;
(b) Over an open air assembly of persons;
(c) Within the lateral boundaries of the surface areas of Class B, Class C, Class D, or Class E airspace designated for an airport;
(d) Within 4 nautical miles of the center line of any Federal airway;
(e) Below an altitude of 1,500 feet above the surface; or
(f) When flight visibility is less than 3 statute miles.

For the purposes of this section, aerobatic flight means an intentional maneuver involving an abrupt change in an aircraft's attitude, an abnormal attitude, or abnormal acceleration, not necessary for normal flight.

[Doc. No. 18834, 54 FR 34308, Aug. 18, 1989, as amended by Amdt. 91– 227, 56 FR 65661, Dec. 17, 1991]

DRAFT PERMIT

SPECIAL CONDITIONS FOR LOCATION FILMING IN DOWNTOWN LOS ANGELES
(Standard Filming Requirements continue to apply where not superseded below)

1. DEFINITION OF TERMS

a. Downtown Los Angeles, for the purposes of these conditions, shall be defined as the area North to South from the 101 Freeway to the 10 Freeway; East to West from the Los Angeles River to the 110 Freeway.

b. The Downtown Los Angeles Neighborhood Council boundaries (**DLANC boundaries**), for the purpose of these conditions, shall be defined as bordered on the North and East at the 101 Freeway from the 110 Freeway east to Los Angeles Street, south to 4th Street, east to Alameda Street, south to 7th Street, east to the Los Angeles River; on the South by the 10 Freeway from the 110 Freeway to the Los Angeles River; on the West by 110 Freeway from the 10 Freeway to the 101 Freeway. (This area is the same area as defined above as Downtown Los Angeles, but excludes the Little Tokyo and Arts District neighborhoods.)

c. Residential buildings shall be defined as any building with legal residential occupants (mixed-use, adaptive reuse, artist-in-residence (A.I.R.), SROs, residential hotels, condominiums and apartment buildings). DLANC will maintain an accurate and contemporary listing of all residential buildings showing a 100-foot radius from each building so as to identify any areas both inside and outside of that radius.

d. The Broadway Entertainment District (aka Broadway Theatre District), for the purposes of these Conditions, shall be defined north to south as Broadway from 3rd Street to Olympic Boulevard, and east to west from Frank Court to Lindley Place (aka St. Vincent Alley Court), or the equivalent mid-block point to either of these alleys where the alley is not present, including any theater loading facilities, defined as any public or private surface parking lot, parking garage, public street or curb area adjacent to, or utilized by, a theater. If, in the future, the City adopts an ordinance with regulations governing filming in this area, such regulations shall supersede these Filming Conditions.

e. The Old Bank District residential overlay, for the purposes of these Conditions, shall be defined as the area bound by South Spring St., West 5th St., West 4th St., and Werdin Pl.

2. FILMING STANDARD HOURS AND DAYS

a. Filming activity, or any production-related activity including but not limited to activities such as base camps, catering, generators, etc., within the **DLANC boundaries** is restricted to the hours of 6:00 a.m. to 11:00 p.m. within a 100-foot radius of any residential building. Filming activity in the **Broadway Entertainment District** is restricted to the hours of 6:00 a.m. to Midnight within a 50-foot radius of any residential building. **Old Bank District** is restricted to the hours of 7:00 a.m. to 10:00 p.m. within a 100-foot radius of any residential building**.** No extension of the standard filming hours for

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filming or any disruptive production-related activity shall be allowed until a signature survey has been properly submitted. Proof of signature surveys shall be made available to DLANC upon request.

b. No film permits may be issued along Main and Spring Streets from 2nd to 9th Streets, or on any block of 2nd through 9th Streets between Los Angeles and Spring during the Downtown Art Walk, currently held on the second Thursday of each month. Filming inside of private buildings or entirely on private property during this time is permitted so long as there are no external impacts.

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c. Customers, employees, residents, and guests of affected properties shall be allowed free ingress/egress to all buildings, merchants, and parking facilities. Arrangements shall be made to ensure access to deliveries, trash pickup, residential move-in/move-out, and vendor access to the properties/merchants during productions.

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4. NOISE, FUMES, AND LIGHTING WITHIN THE DLANC BOUNDARIES

a. Generators, portable toilets or toilet vehicles, and outdoor food preparation using charcoal or gas grills must be a minimum of 50 feet (horizontally) from any residential window or entrance. If it is physically impossible for a generator to be a minimum of 50 feet from residential windows or entrances, the generator shall be placed as far away as possible and vented away from residential windows and entrances. However, under no circumstances shall a generator be placed directly underneath a residential window.

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(a) Over any congested area of a city, town, or settlement;
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(c) Within the lateral boundaries of the surface areas of Class B, Class C, Class D, or Class E airspace designated for an airport;
(d) Within 4 nautical miles of the center line of any Federal airway;
(e) Below an altitude of 1,500 feet above the surface; or
(f) When flight visibility is less than 3 statute miles.

For the purposes of this section, aerobatic flight means an intentional maneuver involving an abrupt change in an aircraft's attitude, an abnormal attitude, or abnormal acceleration, not necessary for normal flight.

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